



Entered on Docket  
May 21, 2009

A handwritten signature in black ink, appearing to read "R. B. Riegle".

Hon. Linda B. Riegle  
United States Bankruptcy Judge

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[Proposed] Attorneys for Debtors and  
Debtors in Possession

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEVADA

In re:

Case No.: BK-S-09-14814-LBR  
(Jointly Administered)

<sup>1</sup> The Debtors in these cases, along with their case numbers are: Heritage Land Company, LLC (Case No. 09-14778); The Rhodes Companies, LLC (Case No. 09-14814); Tribes Holdings, LLC (Case No. 09-14817); Apache Framing, LLC (Case No. 09-14818); Geronimo Plumbing LLC (Case No. 09-14820); Gung-Ho Concrete LLC (Case No. 09-14822); Bravo, Inc. (Case No. 09-14825); Elkhorn Partners, A Nevada Limited Partnership (Case No. 09-14828); Six Feathers Holdings, LLC (Case No. 09-14833); Elkhorn Investments, Inc. (Case No. 09-14837); Jarupa, LLC (Case No. 09-14839); Rhodes Realty, Inc. (Case No. 09-14841); C & J Holdings, Inc. (Case No. 09-14843); Rhodes Ranch General Partnership (Case No. 09-14844); Rhodes Design and Development Corporation (Case No. 09-14846); Parcel 20, LLC (Case No. 09-14848); Tuscany Acquisitions IV, LLC (Case No. 09-14849); Tuscany Acquisitions III, LLC (Case No. 09-14850); Tuscany Acquisitions II, LLC (Case No. 09-14852); Tuscany Acquisitions, LLC (Case No. 09-14853); Rhodes Ranch Golf Country Club, LLC (Case No. 09-14854); Overflow, LP (Case No. 09-14856); Wallboard, LP (Case No. 09-14858); Jackknife, LP (Case No. 09-14860); Batcave, LP (Case No. 09-14861); Chalkline, LP (Case No. 09-14862); Glynda, LP (Case No. 09-14865); Tick, LP (Case No. 09-14866); Rhodes Arizona Properties, LLC (Case No. 09-14868); Rhodes Homes Arizona, L.L.C. (Case No. 09-14882); Tuscany Golf Country Club, LLC (Case No. 09-14884); and Pinnacle Grading, LLC (Case No. 09-14887).

1 THE RHODES COMPANIES, LLC, aka  
 2 "Rhodes Homes," et al.,<sup>1</sup>

3 Debtors.

4 Chapter 11

5 Affects:



8 Hearing Date: May 15, 2009

9 Hearing Time: 1:30 p.m.

10 Courtroom 1

11 **ORDER GRANTING APPLICATION OF DEBTORS AND DEBTORS IN POSSESSION  
 12 TO EMPLOY PACHULSKI STANG ZIEHL & JONES LLP AS GENERAL  
 13 BANKRUPTCY COUNSEL NUNC PRO TUNC TO THE PETITION DATE**

14 **[Re: Docket No. 37]**

15 Upon the application (the "Application")<sup>2</sup> of the above-captioned debtors and debtors in  
 16 possession (collectively, the "Debtors") seeking authorization to employ and retain Pachulski  
 17 Stang Ziehl & Jones LLP ("PSZ&J" or the "Firm") as counsel for the Debtors [Docket Number  
 18 37]; and upon (i) the *Statement Under Rule 2016 of the Federal Rules of Bankruptcy Procedure*  
 19 and *Section 329 of the Bankruptcy Code* [Docket Number 38] (the "Statement"), and (ii) the  
 20 *Declaration of James I. Stang in Support of Application of Debtors and Debtors in Possession to*  
 21 *Employ Pachulski Stang Ziehl & Jones LLP as General Bankruptcy Counsel Nunc Pro Tunc to*  
 22 *the Petition Date* [Docket Number 39] (the "Stang Declaration"), which were submitted  
 23 concurrently with the Application; the Court having considered *The Acting United States*  
 24 *Trustee's Omnibus Response to the Debtors' and Debtors In Possessions' Applications to*  
 25 *Employ Pachulski Stang Ziehl & Jones LLP as General Bankruptcy Counsel and Larson &*  
 26 *Stephens, LLC as Attorneys to Debtors* [Docket Number 120]; the Court finding that: (a) the  
 27 Court has jurisdiction over this matter pursuant to 28 U.S.C. § 1334 and reference from the  
 28 District Court pursuant to 28 U.S.C. § 157; (b) notice of the Application and the hearing on the  
 Application was sufficient under the circumstances and no further notice need be given; (c) the  
 Court being satisfied, based on the representations made in the Application, the Statement and  
 the Stang Declaration that PSZ&J represents or holds no interest adverse to the Debtors or the  
 Debtors' estates with respect to the matters upon which it is to be engaged, and is disinterested as

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2 Capitalized terms, unless otherwise defined herein, shall have the meanings ascribed to them in the Application.

1 that term is defined under section 101(14) of the Bankruptcy Code; the Court having determined  
2 that the legal and factual bases set forth in the Application, the Statement and the Stang  
3 Declaration establish just cause for the relief granted herein, and it appearing that the  
4 employment of PSZ&J is necessary and in the best interests of the Debtors' estates, their  
5 creditors and other parties in interest; it is hereby

6 ORDERED THAT:

7 1. The Application shall be, and hereby is, GRANTED.  
8 2. Pursuant to section 327(a) of the Bankruptcy Code, the Debtors are authorized to  
9 employ and retain the Firm as general bankruptcy counsel at the expense of the chapter 11  
10 estates, effective *nunc pro tunc* to the Petition Date, on the terms set forth in the Application and  
11 the Retention Agreement.

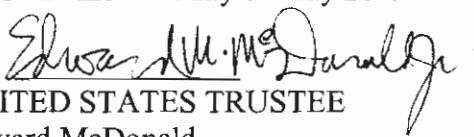
12 3. The Firm shall be compensated for such services, and be reimbursed for any  
13 related expenses pursuant to the Retention Agreement, and shall file applications and be  
14 compensated in accordance with sections 330 and 331 of the Bankruptcy Code, the Bankruptcy  
15 Rules, the Local Rules, and such other procedures as may be fixed by order of this Court.

16 4. If a conflict should arise due to the Firm's joint representation of the Debtors, the  
17 Firm shall file a supplemental declaration of disinterestedness and the Debtors shall seek to  
18 retain special counsel to the extent necessary to address the dispute that gave rise to the conflict.  
19 This order is entered without prejudice to the rights of the Acting United States Trustee to take  
20 appropriate action pursuant to controlling provisions of the Bankruptcy Code in the event that an  
21 actual conflict of interest develops or is discovered, including without limitation the right to seek  
22 disqualification of the Firm and disgorgement of fees received by the Firm.

23 5. This Court shall retain jurisdiction to hear and determine all matters arising from  
24 or related to the implementation of this Order.

25 APPROVED:  
26  
27  
28

1 DATED this 18th day of May 2009.  
2  
3

4 By:   
5 UNITED STATES TRUSTEE

6 Edward McDonald  
7 Office of the United States Trustee  
8 300 Las Vegas Blvd. S., Ste. 4300  
9 Las Vegas, NV 89101  
10

11 Submitted by:  
12 DATED this 18th day of May 2009.  
13

14 By: /s/ Zachariah Larson  
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